

BYLAWS

May 14, 2002



**AMENDED AND RESTATED BYLAWS
FOR
THE MULTICULTURAL JUDGES AND LAWYERS SECTION
OF THE
DELAWARE STATE BAR ASSOCIATION
(the “Bylaws”)**

Amended as of May 14, 2002

ARTICLE 1: IDENTIFICATION

1.1 Name. This Section shall be known as “The Multicultural Judges and Lawyers Section” (the “**Section**”).

1.2 Purpose. The general purpose of the Section shall be the furtherance of the objectives of the Delaware State Bar Association (the “**DSBA**”) and the interests of attorneys, judges and members of the legal community of diverse ethnic backgrounds. To that end, it shall be the purpose of the Section to foster communication and understanding among diverse groups within the legal and greater community at large, work towards increasing diversity within the Delaware legal community, encourage public service rendered by its members (the “**Members**”) and promote the professional development and interests of its Members.

1.3 Limitations. These are subject to the bylaws of the DSBA.

ARTICLE 2: MEMBERSHIP

2.1 Enrollment. Any member, associate member, or student member in good standing with the DSBA shall, upon request to the Secretary of the DSBA and the payment of annual Section dues, be enrolled as a Member of the Section.

2.2 The Membership. Members so enrolled and whose dues are paid pursuant to the provisions of this Article shall constitute the membership of the Section.

2.3 Dues. Dues for membership in the Section shall be in an amount set by the Executive Committee of the DSBA, payable upon enrollment and thereafter annually at the beginning of the DSBA’s fiscal year.

ARTICLE 3: OFFICERS

3.1 Officers. The officers of the Section shall be the Chair, Executive Vice-Chair, Vice-Chair of Legislative Affairs, Vice-Chair of Community Relations, Vice-Chair of Public Relations, Vice-Chair of Special Events, Director of Law School Relations, Aide-de-Camp and Secretary.

3.2 Nominations And Elections. The officers shall be elected for a one (1) year term commencing, July 1 and ending June 30, by the Members of the Section at an annual or special meeting of the Members of the Section called for that purpose. Only Members that declare their candidacy or are nominated by other Members of the Section shall be considered for election to such officer positions.

3.3 Chair. The Chair shall preside at all meetings of the Section, Executive Committee, and the Advisory Council. The Chair shall develop an agenda and an accompanying "plan of action" for the Section. The Chair shall assist all members of the Executive Committee in the performance of their duties and shall be representative of the Section at the meetings of the Executive Committee of the DSBA. Additionally, the Chair shall work closely with members of the Advisory Council, community leaders, and lawmakers to ensure the purpose of the Section is being fulfilled. With the assistance of the Executive Vice-Chair, the Chair shall develop a working budget for various initiatives and shall ensure the finances of the Section are in fiscal order. In addition to the elected officials of the Executive Committee, the Chair shall appoint the Director of Law School Outreach and the Aide-de-Camp to assist in the furtherance of Section goals. In the absence of the Chair, the Executive Vice-Chair shall assume the Chair's responsibilities.

3.4 Executive Vice-Chair. The Executive Vice-Chair shall aid the Chair in the performance of his/her duties in the manner and to the extent the Chair may request. The Executive Vice-Chair shall also be responsible for maintaining the financial records of the Section, and communicating and organizing initiatives and activities with the Vice-Chairs of the Section.

3.5 Vice-Chair of Legislative Affairs. The Vice-Chair of Legislative Affairs shall organize the legislative agenda for the Section. Additionally, the Vice-Chair of Legislative Affairs shall also assist the Legislative Committee in developing goals and objectives to further the purpose of the Section. The Vice-Chair of Legislative Affairs shall represent the Section in meetings with national, state and local lawmakers.

3.6 Vice-Chair of Community Relations. The Vice-Chair of Community Relations shall represent the Section in the Delaware legal community (including the DSBA) and the Delaware community at-large. Additionally, the Vice-Chair of Community Relations is tasked with coordinating Section outreach efforts with community organizations and recommending various community initiatives that the Section should sponsor and support.

3.7 Vice-Chair of Public Relations. The Vice-Chair of Public Relations shall organize the media and public relations outreach for the Section. The Vice-Chair of Public Relations, in consultation with the Chair and the Executive Vice-Chair, shall make public statements on behalf of the Section. The Vice-Chair of Public Relations shall coordinate communications efforts with the DSBA and provide communication mediums for the Section to publicly express concerns and initiatives.

3.8 Vice-Chair of Special Events. The Vice-Chair of Special Events shall assist the Special Events Committee organize Section activities and events. The Vice-Chair

of Special Events is tasked with organizing and coordinating the MJL Annual Gala, which is held every February. The Vice-Chair of Special Events shall work closely with other sections of the DSBA in coordinating special events and co-sponsoring other activities and initiatives.

3.9 Director of Law School Outreach. The Director of Law School Outreach is appointed by the Chair and is a non-voting member of the Executive Committee. The Director of Law School Outreach shall develop, organize and coordinate the Section's law school outreach program. Additionally, the Director of Law School Outreach shall assist the Section in developing relationships with multicultural student groups of various law schools located in Delaware, New York, New Jersey, Pennsylvania, Maryland, and the District of Columbia.

3.10 Aide-de-Camp. The Aide-de-Camp is appointed by the Chair and is a non-voting member of the Executive Committee. The Aide-de-Camp shall assist the Chair in organizing and coordinating a variety of Section initiatives, and serves as the primary contact for communications among the members of the Advisory Council.

3.11 Secretary. The Secretary shall issue all notices for, and shall keep minutes of, all meetings of the Section. The Secretary shall have charge of the Section's records and shall perform such other duties as the Chair or Executive Vice-Chair may from time to time prescribe.

ARTICLE 4: THE ADVISORY COUNCIL

4.1 Appointment. At the discretion of the Chair and Executive Vice-Chair, Members of the Section can be appointed to serve on the advisory council (the "**Advisory Council**").

4.2 Powers. The Advisory Council shall be available to meet with and advise the Chair and Executive Vice-Chair of the Section. The Chair and Executive Vice-Chair of the Section shall look to the Advisory Council for guidance regarding the business and affairs of the Section, on an as needed basis.

4.3 Advisory Council Meetings. Advisory Council Meetings shall be called from time to time by the Chair for any purpose or purposes and shall be held at such place(s) as the Chair shall determine.

ARTICLE 5: COMMITTEES

5.1 Committees. The Executive Committee may establish such committees as it deems necessary and desirable to promote the purpose of the Section. No action of any Section committee shall be effective until approved by the Chair, Executive Committee or the Members of the Section.

5.2 Standing Committees: The Section shall also have the following standing committees:

(a) Executive Committee: The officers of the Section shall be the members of the Executive Committee. This committee shall: (i) manage and direct the business and affairs of the Section, (ii) schedule and coordinate the Section's monthly meetings, (iii) communicate with the DSBA's Executive Committee, (iv) network with other sections of the DSBA, and (v) recommend any amendments to the Section's Bylaws.

(b) Supplemental Bar Review Program Committee: This committee shall oversee and coordinate the operation of the Supplemental Bar Review Program.

(c) Special Events Committee: This committee shall coordinate the MJL Annual Gala, celebrations, recreational gatherings, and other events requested by the Executive Committee for the Section.

(d) Public Relations Committee: This committee shall be responsible for preparing and submitting articles to *In Re*: regarding the Section's activities. Additionally, this committee shall coordinate the Section's public outreach effort in the Delaware legal community.

(e) Legislation Committee: This committee shall monitor legislation that could impact the Section. This committee shall also be responsible for drafting any new legislation that the Section may seek to propose.

5.3 Chairpersons and Membership. The Members of the Section shall have the opportunity to serve on any of the committees of the Section, other than the Executive Committee, by signing up as members thereof, and the Chair of the Section shall appoint a chairperson to head each such committee.

5.4 Committee Meetings. Committee meetings shall be called from time to time by the chairperson of each committee and shall be held at such place(s) as the chairperson shall determine.

5.5 Committee Reports. Each committee shall periodically provide an update of its activities at Section meetings and submit a written Annual Committee Report summarizing the activities of the committee during the past year, if requested, to the Executive Committee of the Section.

ARTICLE 6: MEETINGS OF THE MEMBERSHIP

6.1 Annual Meeting. The Section shall hold an annual meeting of its Members in the month of May for: (a) the election of officers who shall succeed the existing officers effective as of July 1 of such year, (b) an update on the activities of each of the Section's

committees, and (c) the transaction of such other business as may properly come before the meeting.

6.2 Regular Meetings. The Section shall hold monthly meetings of its Members between the months of September and May at such times and places as the Chair or Executive Vice-Chair shall determine.

6.3 Voting Eligibility. Any Member of the Section, who is also a member in good standing of the Delaware Bar and an Active Member (as defined below) of the DSBA, shall be eligible to vote. “**Active Member**” shall mean any Member of the Section who has participated in two or more meetings of the Section or actively participates in activities or events sponsored by the Section.

6.4 Quorum. The presence of one-quarter of all Active Members of the Section who are eligible to vote shall be required to constitute a quorum for the transaction of business, except that one-third of all Active Members who are eligible to vote shall be required to constitute a quorum at any annual or special meeting called for the purpose of electing Section officers.

6.5 Controlling Vote. The action of the Section shall be by majority vote of a quorum, as defined in **Section 6.4** hereof.

6.6 Consent of Members in Lieu of Meeting. Any action that may be taken at a meeting of the Members of the Section, may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action to be taken, shall be signed by the number of Active Members that would be required to authorize or vote in favor of such action at a meeting at which all Active Members that would be eligible to vote thereon were present and voted.

Alternatively, such action may be taken without a meeting, and without prior notice, if an e-mail setting forth the action to be taken, is approved by the number of Members that would be required to approve such action by written consent.

ARTICLE 7: PUBLIC STATEMENTS

7.1 Oral and/or Written Statements. Public statements on behalf of the Section shall be made only upon authorization of the Chair, Executive Vice-Chair, Vice-Chair of Public Relations, and Vice-Chair of Legislative Affairs, subject to the approval of the Executive Committee of the DSBA pursuant to Subsections 10.2(E) & (F) of the Bylaws of the DSBA. Statements voiced or submitted to the press, legislative bodies, courts or governmental agencies, or any other entity on matters which might be attributed to the Section which have not been approved by the Section and its officers may be made only as the comments of the individual Members of the Section who prepared them, and an appropriate statement should be included in such comments reflecting the fact that the comments do not represent the position of the Section or the DSBA.

ARTICLE 8: OVERRIDING AUTHORITY

8.1 DSBA Bylaws. The Section shall be bound by these Bylaws and by the bylaws of the DSBA, copies of which are attached hereto as **Attachment A**, and shall not take any action which is inconsistent therewith.

8.2 Resolutions of the Executive Committee of the DSBA. Notwithstanding any authority of the Section contained in these Bylaws or the bylaws of the DSBA, such authority is subject to any resolution of the Executive Committee of the DSBA.

ARTICLE 9: AMENDMENT

9.1 Method. These Bylaws may be amended, repealed and/or new or additional bylaws may be adopted from time to time upon (a) recommendation of the Executive Committee of the Section and (b) a majority vote of the Active Members of the Section. However, no change in the Bylaws shall become effective until approved by the Executive Committee of the DSBA.